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SEARS HOLDINGS CORPORATION and SEARS,  
11 ROEBUCK AND CO.

12 UNITED STATES DISTRICT COURT  
13  
14 NORTHERN DISTRICT OF CALIFORNIA  
15 SAN FRANCISCO/OAKLAND DIVISION

16 PATRICK RODRIGUEZ, as an individual  
17 and on behalf of all others similarly situated,

18 Plaintiff,

19 v.

20 SEARS HOLDINGS CORPORATION, a  
corporation; SEARS, ROEBUCK AND CO.,  
21 a corporation; and DOES 1 through 100,  
22 inclusive,

23 Defendants.  
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ORIGINAL  
FILED  
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NORTHERN DISTRICT OF CALIFORNIA

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SC

CV 10 1268

Case No.

**NOTICE OF PENDENCY OF OTHER  
ACTION OR PROCEEDING**

RELATED CASE:

*GILHULY V. KMART CORP.*, NORTHERN  
DISTRICT CASE NO. 4:10-CV-00360-PJH

Pursuant to Civil L.R. 3-13, Defendants Sears Holdings Corporation and Sears, Roebuck and Co. ("Defendants") hereby notify the Court of the following action pending in the District Court for the Northern District of California, Oakland Division:

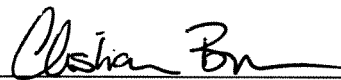
*MICHAEL GILHULY, individually and on behalf of all others similarly situated, Plaintiff,*  
*v. KMART CORPORATION, Defendant,* Case No. 4:10-cv-00360-PJH, originally filed in Alameda County Superior Court on December 23, 2009.

The *Gilhuly* case, which is currently pending in the Northern District's Oakland Division before the Honorable Phyllis J. Hamilton, is a proposed class action wherein the plaintiff has alleged that Kmart Corporation has misclassified as exempt specified manager positions which are in the nature of assistant manager positions. The proposed class of employees defined in the *Gilhuly* complaint overlaps with the proposed class of employees in the instant case, which is also a proposed class action alleging misclassification of Assistant Managers at Sears, Roebuck and Co., Kmart Corporation, and other entities. Both cases involve claims of California Labor Code violations including unpaid overtime, failure to provide meal and rest periods, failure to pay compensation upon termination, inaccurate itemized wage statements and unfair competition under California Business and Professions Code § 17200 *et seq.*

Due to the overlapping nature of the proposed classes and the similar claims made in these two cases, Defendants anticipate that an Administrative Motion to Consider Whether Cases Should Be Related will be filed promptly pursuant to Civil L.R. 3-12. In compliance with Civil L.R. 3-12, this Notice will be served on all parties in both this action as well as all parties in *Gilhuly v. Kmart Corporation*, Northern District Case No. 4:10-cv-00360-PJH.

Dated: March 25, 2010

ORRICK, HERRINGTON & SUTCLIFFE LLP



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 Attorneys for Defendants  
 SEARS HOLDINGS CORPORATION and  
 SEARS, ROEBUCK AND CO.